

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

_____	)	
FIT TECH, INC., PLANET FITNESS	)	
CENTER, INC., PLANET FITNESS	)	
CENTER OF MAINE, INC., PLANET	)	
FITNESS CENTER OF DARTMOUTH,	)	
INC., PLANET FITNESS CENTER OF	)	
SALEM, INC., PLANET FITNESS	)	
CENTER OF BRIGHTON, INC.,	)	
STRATFORD FITNESS CENTER, INC.,	)	
DAVID B. LAIRD and SCOTT G.	)	
BAKER,	)	
Plaintiffs,	)	Civil Action No:
	)	05-10471-MEL
vs.	)	
	)	
BALLY TOTAL FITNESS HOLDING	)	
CORPORATION, HOLIDAY	)	
UNIVERSAL, INC., PAUL TOBACK,	)	
LEE HILLMAN, and JOHN DWYER,	)	
Defendants.	)	
_____	)	

UNOPPOSED MOTION OF LEE HILLMAN TO ADMIT PRO HAC VICE  
GREGORY A. MARKEL, GREGORY G. BALLARD  
AND KATHRYN F. SHREEVES

Pursuant to Local Rule 83.5.3(b), Richard M. Gelb and Robert S. Messinger, attorneys who are admitted to appear and practice before this Court, hereby move for the admission of Gregory A. Markel, Gregory G. Ballard and Kathryn F. Shreeves to appear and practice before this Court in the above-captioned action pro hac vice on behalf of defendant Lee Hillman. The motion should be allowed inasmuch as each of the afore-mentioned attorneys have filed contemporaneously herewith Local Rule 83.5.3(b)

Certificates. Counsel for plaintiffs does not oppose the motion.

WHEREFORE, defendant Lee Hillman hereby respectfully requests that his motion be allowed and that Gregory A. Markel, Gregory G. Ballard and Kathryn F. Shreeves be admitted to appear and practice before this Court pro hac vice.

DEFENDANT LEE HILLMAN,

By his attorneys,

/s/ Richard M. Gelb

/s/ Robert S. Messinger

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Boston, MA 02110  
Tel: (617) 345-0010  
Fax: (617) 345-0009

Dated: June 30, 2005

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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FIT TECH, INC., PLANET FITNESS	)		
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UNIVERSAL, INC., PAUL TOBACK,	)		
LEE HILLMAN, and JOHN DWYER,	)		
Defendants.	)		
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LOCAL RULE 83.5.3(b) CERTIFICATE OF  
GREGORY A. MARKEL

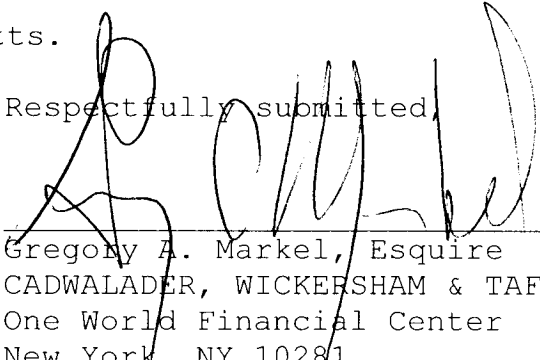
Pursuant to Local Rule 83.5.3(b), I, Gregory A.  
Markel, hereby certify as follows:

1. I am a member of the Bars of the State of New  
York, United States District Court for the  
Southern District of New York, United States  
District Court for the Eastern District of New  
York, United States District Court for the  
Northern District of California, United States  
District Court for the Northern District of  
Illinois, United States Court of Appeals for the

First Circuit, United States Court of Appeals for the Second Circuit, United States Court of Appeals for the Fifth Circuit, United States Court of Appeals for the Eleventh Circuit and United States Court of Appeals for the District of Columbia and am in good standing in every jurisdiction where I have been admitted to practice.

2. There are no disciplinary proceedings against me as a member of the bar in any jurisdiction.
3. I am familiar with the Local Rules for the United States District Court for the District of Massachusetts.

Respectfully submitted,



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Gregory A. Markel, Esquire  
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Dated: June 28, 2005

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

FIT TECH, INC., PLANET FITNESS  
CENTER, INC., PLANET FITNESS  
CENTER OF MAINE, INC., PLANET  
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DAVID B. LAIRD and SCOTT G.  
BAKER,

Plaintiffs,

VS.

BALLY TOTAL FITNESS HOLDING  
CORPORATION, HOLIDAY  
UNIVERSAL, INC., PAUL TOBACK,  
LEE HILLMAN, and JOHN DWYER,  
Defendants.

Defendants.

Civil Action No:  
05-10471-MEL

LOCAL RULE 83.5.3(b) CERTIFICATE OF  
GREGORY G. BALLARD

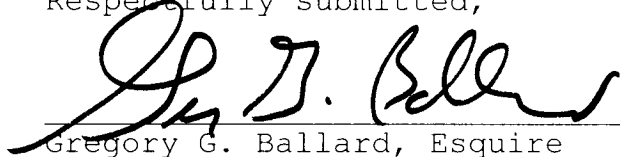
Pursuant to Local Rule 83.5.3(b), I, Gregory G. Ballard, hereby certify as follows:

1. I am a member of the Bars of the State of New York, District of Columbia, United States District Court for the Southern District of New York, United States District Court for the Eastern District of New York, United States District Court for the Western District of Michigan, United States District Court for the District of Columbia, United States District Court for the

Northern District of Illinois, United States Court of Federal Claims, United States Court of Appeals for the Fifth Circuit, and United States Court of Appeals for the Sixth Circuit and am in good standing in every jurisdiction where I have been admitted to practice.

2. There are no disciplinary proceedings against me as a member of the bar in any jurisdiction.
3. I am familiar with the Local Rules for the United States District Court for the District of Massachusetts.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "G. G. Ballard", is written over a horizontal line.

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gregory.Ballard@cwt.com

Dated: June 28, 2005

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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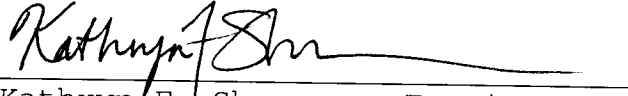
LOCAL RULE 83.5.3(b) CERTIFICATE OF  
KATHRYN F. SHREEVES

Pursuant to Local Rule 83.5.3(b), I, Kathryn F.  
Shreeves, hereby certify as follows:

1. I am a member of the Bar of the State of New York  
and am in good standing in that jurisdiction.
2. There are no disciplinary proceedings against me  
as a member of the bar in that jurisdiction.

3. I am familiar with the Local Rules for the United States District Court for the District of Massachusetts.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Kathryn F. Shreeves', is written over a horizontal line.

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Dated: June 29, 2005